

**EXHIBIT A**

**CERTIFICATION OF JEREMY L. GRAVES**



2. This certification is made in respect to Gibson Dunn's application, dated April 15, 2010 (the "Application"), for interim compensation and reimbursement of expenses for the period from May 1, 2009 through May 31, 2009 (the "Compensation Period"), in accordance with the Guidelines.

3. In respect of Section A.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with practices customarily employed by Gibson Dunn and generally accepted by Gibson Dunn's clients; and
- d. in providing a reimbursable service, Gibson Dunn does not make a profit on that service, whether the service is performed by Gibson Dunn in-house or through a third party.

4. In respect of Section A.2 of the Local Guidelines, I certify that to the best of my knowledge, information, and belief, Gibson Dunn has complied with the provision requiring it to provide the Debtors with a statement of Gibson Dunn's fees and disbursements accrued during the previous month with respect to the Compensation Period.<sup>1</sup>

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<sup>1</sup> Section B.2 also requires the Debtors to provide these statements to the Creditors' Committee at the close of each month. Due to Gibson Dunn's retention as an ordinary course professional and the fact that the Interim Compensation Order imposes this requirement on professionals "other than a professional retained as an ordinary course professional," such statements were not provided to the Creditors' Committee on a monthly basis. The Creditors' Committee will receive all applicable statements relating to the Compensation Period in advance of the hearing to consider the Application.

5. In respect of Section A.3 of the Local Guidelines, I certify that the Debtors, the Creditors' Committee, and the United States Trustee for the Southern District of New York will receive a copy of this Application.

Dated: April 15, 2010  
Dallas, Texas

**GIBSON, DUNN & CRUTCHER LLP**

/s/ Jeremy L. Graves

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